

Oct. 10, 2012 2:06PM SALVATORI & WOOD

No. 8163 P. 1 of 1

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Florida Department of State
Division of Corporations
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Account Number : 120030000112
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
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MERGER OR SHARE EXCHANGE
Florida Tri-County Challenged Athletes Association,

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$68.75

A. LUNT

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EXAMINER

611-101540

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Florida Tri-County Challenged Athletes Association, Inc.

Name of Surviving Party

Please return all correspondence concerning this matter to:

Leo J. Salvatori

Contact Person

Salvatori, Wood & Buckel

Firm/Company

9132 Strada Place, Fourth Floor

Address

Naples, FL 34108

City, State and Zip Code

scs@swbnaples.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Leo J. Salvatori

at (239) 552-4100

Name of Contact Person

Area Code and Daytime Telephone Number

☒ Certified Copy (optional) \$8.75

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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**ARTICLES OF MERGER
OF
FLORIDA TRI-COUNTY CHALLENGED ATHLETES ASSOCIATION, LLC
AND
FLORIDA TRI-COUNTY CHALLENGED ATHLETES ASSOCIATION, INC.**

The following Articles of Merger are submitted to merge the following Florida Non-Profit Corporation(s)
In accordance With s. 617.0302, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Florida Tri-County Challenged Athletes Association, LLC	Florida	Limited Liability Company
Florida Tri-County Challenged Athletes Association, Inc.	Florida	Corporation

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Florida Tri-County Challenged Athletes Association, Inc.	Florida	Corporation

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting shareholders of each domestic corporation that is party to the merger.

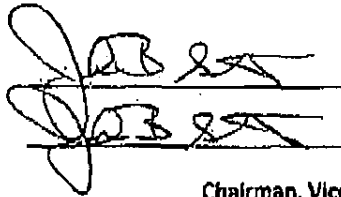
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TALLAHASSEE, FLORIDA

b.) Agrees to promptly pay the dissenting shareholders of each domestic corporation that is a party to the merger the amount, if any, to which they are entitled under s. 607.1302, F.S.

EIGHTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
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Florida Tri-County Challenged
Athletes Association, Inc.
Florida Tri-County Challenged
Athletes Association, LLC



John B. Story

John B. Story

Corporations:

Chairman, Vice Chairman, President or Officer
(if no directors selected, signature of incorporator.)

General Partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of a member or authorized representative

Fees:

\$35.00 Per Party

Certified Copy (optional):

\$8.75

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PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Florida Tri-County Challenged Athletes Association, LLC	Florida	Limited Liability Company
Florida Tri-County Challenged Athletes Association, Inc.	Florida	Corporation

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Florida Tri-County Challenged Athletes Association, Inc.	Florida	Corporation

THIRD: The terms and conditions of the merger are as follows:

The limited liability company has no assets or liabilities. The limited liability company will merge into the corporation, with the corporation being the surviving entity.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

The limited liability company had not issued any membership interests.

B. The manner and basis of converting the rights to acquire the interests, shares, obligations or other securities of each merged party into the rights to acquire the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property is as follows:

The limited liability company had not issued any membership interests, nor are there any agreements to acquire its membership interests.

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows: N/A

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows: N/A

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows: N/A

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TALLAHASSEE, FLORIDA

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EIGHTH: Other provision, if any, relating to the merger are as follows: N/A

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